

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re: : Chapter 11  
: :  
LEHMAN BROTHERS HOLDINGS INC., et al. : Case No. 08-13555  
: :  
Debtors. : (Jointly Administered)  
-----X

**NOTICE OF TRANSFER OF CLAIM PURSUANT TO  
FEDERAL RULE OF BANKRUPTCY PROCEDURE 3001(e)(2)**


PLEASE TAKE NOTICE of the transfer of all right, title and interest in the below referenced claim. Transferee hereby gives notice pursuant to Rule 3001(e)(2) of the Federal Rules of Bankruptcy Procedure of the transfer, other than for security, of the claim referenced in this Notice.

<b><u>Name and Address of Transferor:</u></b> Thacher Proffitt & Wood LLP Dissolution Committee Attn: Donald F. Simone and Jonathan D. Forstot 2 World Financial Center New York, NY 10281	<b><u>Name and Address of Transferee:</u></b> Citibank, N.A. Attn: Stephen Eustace, Director 601 Lexington Avenue, 6 <sup>th</sup> Floor New York, NY 10022  with copy to:  Andrew B. Eckstein, Esq. Blank Rome LLP 405 Lexington Avenue New York, New York 10174
<b>Transfer Amount:</b> not less than \$646,801.56	<b>Claim No.:</b> 19009

The Transferor of the claim listed above is advised that this Notice has been filed in the bankruptcy proceedings captioned above as evidence of the transfer. Objections, if any, must be filed within twenty (20) days of the mailing of this Notice with: Clerk of the Court, United States Bankruptcy Court, Southern District of New York, One Bowling Green, Room 534, New York, New York 10004. A copy of your objection must be sent to the Transferee. If an objection is filed, then a hearing will be scheduled. If no objection is timely filed, the Transferee will be substituted as the claimant without further order of the Court.

Dated: November 28, 2011

THACHER PROFFITT & WOOD LLP  
DISSOLUTION COMMITTEE

By:   
Name: Charles S. J. Williams  
Title: Chairman, Dissolution  
Committee

EVIDENCE OF TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, Thatcher Proffitt & Wood LLP Dissolution Committee ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to Citibank, N.A. ("Assignee") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claim (as such term is defined in Section 101(5) of title 11 of the United States Code (the "Bankruptcy Code") in the amount of not less than \$646,801.56 associated with proof of claim number 19009 against **Lehman Brothers Commercial Paper** (the "Debtor"), Chapter 11 Case No. 08-13900 (RDD) pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and any and all proofs of claim filed by Assignor with the Bankruptcy Court respect of the foregoing claim.

Assignor hereby waives any objection to the transfer of the claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates that the Assignee is now the sole owner and holder of the claim. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the claim, and all payments or distributions or money or property in respect of claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM IS  
EXECUTED THIS \_\_\_\_ day of November, 2011.

THACHER PROFFITT & WOOD  
LLP DISSOLUTION COMMITTEE

CITIBANK, N.A.

By: 

Name:

Owen S. J. Williams  
Title: CHAIRMAN, DISSOLUTION  
COMMITTEE

By: 

Name: Stephen Eustace

Title: Director